

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

SONTERRA CAPITAL MASTER FUND,  
LTD., HAYMAN CAPITAL MANAGEMENT,  
L.P., AND CALIFORNIA STATE TEACHERS'  
RETIREMENT SYSTEM, on behalf of  
themselves and all others similarly situated,

Plaintiffs,

- against -

UBS AG, UBS SECURITIES JAPAN CO. LTD.,  
MIZUHO BANK, LTD., THE BANK OF TOKYO-  
MITSUBISHI UFJ, LTD., THE SUMITOMO  
TRUST AND BANKING CO., LTD., THE  
NORINCHUKIN BANK, MITSUBISHI UFJ  
TRUST AND BANKING CORPORATION,  
SUMITOMO MITSUI BANKING  
CORPORATION, RESONA BANK, LTD., J.P.  
MORGAN CHASE & CO., JPMORGAN CHASE  
BANK, NATIONAL ASSOCIATION, J.P.  
MORGAN SECURITIES PLC, MIZUHO  
CORPORATE BANK, LTD., DEUTSCHE BANK  
AG, DB GROUP SERVICES UK LIMITED,  
MIZUHO TRUST AND BANKING CO., LTD.,  
THE SHOKO CHUKIN BANK, LTD., SHINKIN  
CENTRAL BANK, THE BANK OF YOKOHAMA,  
LTD., SOCIÉTÉ GÉNÉRALE SA, THE ROYAL  
BANK OF SCOTLAND GROUP PLC, THE  
ROYAL BANK OF SCOTLAND PLC, RBS  
SECURITIES JAPAN LIMITED, RBS  
SECURITIES INC., BARCLAYS BANK PLC,  
BARCLAYS PLC, BARCLAYS CAPITAL INC.,  
CITIBANK, NA, CITIGROUP, INC., CITIBANK,  
JAPAN LTD., CITIGROUP GLOBAL MARKETS  
JAPAN, INC., COÖPERATIEVE CENTRALE  
RAIFFEISEN-BOERENLEENBANK B.A., HSBC  
HOLDINGS PLC, HSBC BANK PLC, LLOYDS  
BANKING GROUP PLC, LLOYDS BANK PLC,  
ICAP PLC, ICAP EUROPE LIMITED, R.P.  
MARTIN HOLDINGS LIMITED, MARTIN  
BROKERS (UK) LTD., TULLETT PREBON PLC,  
BANK OF AMERICA CORPORATION, BANK  
OF AMERICA, N.A., MERRILL LYNCH  
INTERNATIONAL, AND JOHN DOES NOS. 1-50,

Defendants.

No. 15-cv-05844-GBD

**DECLARATION OF  
ALLISON CAMBRIA  
IN SUPPORT OF  
DEUTSCHE BANK AG'S  
MOTION TO DISMISS  
FOR LACK OF  
PERSONAL JURISDICTION**

I, Allison Cambria, hereby declare:

1. I am Vice President and Counsel in the Litigation and Regulatory Investigations Group at the New York branch of Deutsche Bank Aktiengesellschaft (“Deutsche Bank AG”). I submit this declaration in further support of Deutsche Bank AG’s motion to dismiss the above-captioned action for lack of personal jurisdiction. The facts stated herein are true based on my own personal knowledge, inquiries within Deutsche Bank AG and my review of records maintained in the regular course of business by Deutsche Bank AG.

2. Deutsche Bank AG is a foreign financial institution incorporated under the laws of the Federal Republic of Germany.

3. Deutsche Bank AG’s headquarters are located at Taunusanlage 12, 60262 Frankfurt am Main, Hesse, Germany. Deutsche Bank AG’s principal place of business is and has always been in Germany.

4. According to its 2014 Annual Review, available at <https://annualreport.deutsche-bank.com/annualreport/2014/annualreport2014.pdf>, Deutsche Bank is the “number one private bank for private and commercial clients in Germany.” See 2014 Annual Review, at \*3.

5. Deutsche Bank AG’s principal regulators are the European Central Bank, the Bundesanstalt für Finanzdienstleistungsaufsicht (better known by its abbreviation “BaFin”) and the Deutsche Bundesbank (the German central bank).

6. Deutsche Bank AG currently has 66 branches worldwide. Deutsche Bank AG has one domestic branch in Germany and the remaining 65 branches are spread over 40 jurisdictions worldwide. (For the avoidance of doubt, Deutsche Bank AG considers its German branch to be a

single legal entity, but it has 129 regional branch offices within Germany.) Currently, only one of Deutsche Bank AG's 65 foreign branches is located in the United States, in New York City.

7. Deutsche Bank AG's New York branch is not registered with New York's Secretary of State.

8. Deutsche Bank AG is registered with New York's Department of Financial Services.

9. Deutsche Bank AG is regulated by the Federal Reserve System as an uninsured state branch of a foreign bank organization.

10. At all relevant times, Deutsche Bank AG had a single branch in New York.

11. As of March 31, 2015, Deutsche Bank AG and its subsidiaries had 2,807 retail outlets globally, of which 1,842 outlets (65.6% of all retail outlets) were located in Germany. Deutsche Bank AG and its subsidiaries do not have any retail outlets in the United States.

12. Deutsche Bank AG and its subsidiaries' operations in the United States also are small when measured by the number of full-time employees in the United States.

A. As of December 2014, Deutsche Bank AG and its subsidiaries employed 10,062 full-time employees in the United States, or about 10.3% of the 98,138 full-time Deutsche Bank employees worldwide.

B. In comparison, as of December 2014, Deutsche Bank AG and its subsidiaries employed 45,392 full-time employees in Germany alone, or about 46.2% of the 98,138 full-time Deutsche Bank employees worldwide. See 2014 Annual Review, at \*2.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed this 24<sup>th</sup> day of January 2016 in New York City, New York.

A handwritten signature in blue ink, appearing to read "Alli Cambria", is written over a horizontal line.

Allison Cambria